

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TEXAS
MIDLAND DIVISION**

IN RE:	§	
	§	CASE NO. 15-70094
RREAF O&G PORTFOLIO #2, LLC	§	(Chapter 11)
ET AL., ¹	§	(Joint Administration Requested)
	§	
DEBTORS.	§	

**CONSOLIDATED LIST OF CREDITORS
HOLDING 20 LARGEST UNSECURED CLAIMS**

Following is a consolidated list of the above-captioned debtors' (the "Debtors") creditors holding the twenty (20) largest unsecured claims. The list was prepared in accordance with Fed. R. Bankr. P. 1007(d). The list does not include: (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101(31); (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the twenty (20) largest unsecured claims, or (3) certain disputed and unliquidated litigation claims.

The list was prepared with information existing as of July 7, 2015. The Debtors reserve the right to amend the list based on information existing as of the filing date. The information provided is based on a review of the Debtors' books and records. No comprehensive legal and/or factual investigations with regard to possible defenses or counterclaims to the below-listed claims have been completed. Therefore, this listing does not and should not be deemed to constitute: (1) a waiver of any defense, counterclaim, or offset to the below-listed claims; (2) an acknowledgment of the allowability of any of the below-listed claims; and/or (3) a waiver of any other right or legal or equitable position. The failure of the Debtors to list a claim as contingent,

¹ The Debtors and the last four digits of their tax identification numbers are RREAF O&G Portfolio #2, LLC (7815), RREAF O&G Portfolio #2 Manager, LLC (9297), RREAF O&G Portfolio #3, LLC. (8084), and RREAF O&G Portfolio #3 Manager, LLC (1741).

unliquidated, or unknown does not constitute a waiver of the Debtors' right to contest the validity, priority, and/or amount of the claim.

Name of Creditor	Name, telephone number, fax numbers and complete mailing address, including zip code of employee, agents, or department of creditor who may be contacted	Nature of claim (trade debt, bank loan, government contracts, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff	Amount of claim (if secured also state value of security)
Channel Point Hospitality	2500 N. Dallas Pkwy, Suite 600 Plano, TX 75093 Phone: 972-952-0200 Fax: 972-265-6288	Trade Payables		\$ 209,370.75
Choice Hotels International	Attn: Travel Agent Program PO Box 79882 Baltimore, MD 21279	Trade Payables		\$ 127,315.21
LaQuinta Franchising LLC	Attn: Rochelle Mitchel PO Box 612587 Dallas, TX 75261 Phone: 214-492-6872	Trade Payables		\$ 124,282.82
Country Inns & Suites	SDS 12-0586 PO Box 86 Minneapolis, MN 55486	Trade Payables		\$ 37,723.59
Intercontinental Hotels Group	PO Box 101074 Atlanta, GA 30392	Trade Payables		\$ 22,053.03
HD Supply Facilities	PO Box 509058 San Diego, CA 92150 Phone: 800-798-8888 Fax: 800-930-4930	Trade Payables		\$ 21,900.62
Time Warner Cable	PO Box 60074 City of Industry, CA 91716 Phone: 888-892-2253	Trade Payables		\$ 18,719.52
Town of Pecos City	PO Box 929 Pecos, TX 79722	Trade Payables		\$ 15,746.93
Bizzell, Neff & Galloway PA	PO Box 12346 Pensacola, FL 32591	Trade Payables		\$ 13,998.00
Sysco West Texas	PO Box 5910 Lubbock, TX 79408 Phone: 806-747-2678	Trade Payables		\$ 13,029.21
US Foodservice	PO Box 840396 Dallas, TX 75284 Phone: 281-310-2000	Trade Payables		\$ 12,717.92
Tax Trust Account	c/o Muni Services LLC PO Box 830725 Birmingham, AL 35283	Trade Payables		\$ 10,691.95
United Healthcare c/o JP Morgan	131 S. Dearborn - 6th Floor Attn: UNET Lockbox 22561 Chicago, IL 60603	Trade Payables		\$ 10,616.20
Allredge Gardens LP	PO Box 50005 Midland, TX 79710 Phone: 432-682-4500	Trade Payables		\$ 10,563.29
Suddenlink	PO Box 660365 Dallas, TX 75266 Phone: 800-490-9604	Trade Payables		\$ 10,170.03
Best Western International Inc.	PO Box 53505 Phoenix, AZ 85072 Phone: 602-957-4200	Trade Payables		\$ 9,569.87
Guest Supply	PO Box 910 Monmouth Junction, NJ 08852 Phone: 800-772-7676	Trade Payables		\$ 8,780.55
Ecolab	PO Box 70343 Chicago, IL 60673	Trade Payables		\$ 8,269.14
Sysco Central Texas Inc.	1260 Schwab Road New Branfels, TX 78132 800-730-1000	Trade Payables		\$ 7,686.46
City of Hobbs	200 East Broadway Hobbs, NM 88240	Trade Payables		\$ 7,338.21

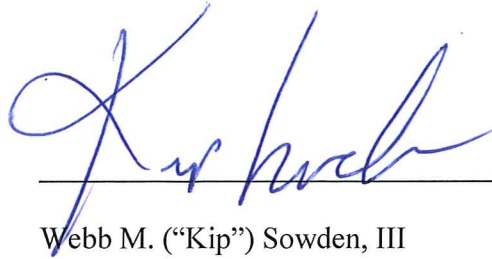
**VERIFICATION OF CONSOLIDATED LIST OF CREDITORS
HOLDING 20 LARGEST UNSECURED CLAIMS**

I, the Chief Executive Officer of the business entities named as debtors in these cases, verify that the attached *Consolidated List of Creditors Holding 20 Largest Unsecured Claims* submitted in these cases is true and correct to the best of my information and belief.

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Dated: July 7, 2015

Signature:



Name: Webb M. ("Kip") Sowden, III

Title: Chief Executive Officer